

## Chart 6

**Grace Europe, Inc.**  
**Accounts Receivable Reconciliation and Aging**  
**MOR-5**  
**December 2001**

**Trade Accounts Receivable Reconciliation**

Trade accounts receivable, beginning of month, gross	\$ -
Amounts billed during the period	-
Amounts collected during the period	-
Other	-
Trade accounts receivable at the end of month, gross	\$ -

**Trade Accounts Receivable Aging**

Current	\$ -
1-30 days past due	-
31-60 days past due	-
+61 days past due	-
Trade accounts receivable, gross	-
Allowance for doubtful accounts	-
Trade accounts receivable, net	\$ -

**Notes and Accounts Receivable Reconciliation**

Trade accounts receivable, net	\$ -
Customer notes and drafts receivable	-
Pending customer credit notes	-
Advances and deposits	-
Nontrade receivables, net	73,269
Total notes and accounts receivable, net	\$ 73,269

## Chart 7

<b>W.R. Grace &amp; Co., et al</b> <b>Debtor Questionnaire</b> <b>MOR - 5</b> <b>December 2001</b>		
	<b>Yes</b>	<b>No</b>
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.		X
2. Have any funds been disbursed from any account other than a debtor in possession account for this reporting period? If yes, provide an explanation below.		See Note #5 below
3. Have all postpetition tax returns been timely filed? If no, provide an explanation below.	X	
4. Are workers compensation, general liability and other necessary insurance coverages in affect? If no, provide and explanation below.	X	
5. Are post-petition accounts payable and tax obligations current and paid to date? If no, provide an explanation.	X (unless disputed in normal course of business)	

**Note #5**

As part of the first day orders submitted to the court on April 2, 2001, an application for the Debtors to (a) continue and maintain their consolidated cash management system, (b) continue and maintain their existing bank accounts and (c) continue to use existing business forms and granting related relief was included. The Debtors have continued to use their existing bank accounts and no new debtor in possession accounts have been established.

<b>List assets sold/transferred outside the normal course of business over \$25,000:</b>			
<b>Description of Asset</b>	<b>Sale Date</b>	<b>Proceeds</b>	

Chart 8

W. R. Grace & Co. - Chapter 11 Filing Entities Combined Statement of Operations			
Amounts in millions	Month Ended December 31, 2001	Cumulative Since Filing	
Net sales to third parties	\$ 62.6	\$ 663.8	
Net sales to non-filing entities	9.9	104.9	
Interest and royalties from non-filing entities	5.2	34.4	
Other income	1.3	7.8	
	79.0	810.9	
Cost of goods sold to third parties	44.8	408.9	
Cost of goods sold to non-filing entities	7.5	74.8	
Selling, general and administrative expenses	10.9	158.5	
Research and development expenses	3.7	28.5	
Depreciation and amortization	4.1	39.7	
Interest expense	2.2	26.9	
	73.2	737.3	
Income before Chapter 11 reorganization expenses, net			
income taxes and equity in net income of non-filing entities	5.8	73.6	
Chapter 11 reorganization expenses, net	(0.6)	(12.7)	
(Provision for) income taxes	(0.6)	(34.3)	
Equity in net income of non-filing entities	1.3	37.3	
<b>Net income</b>	<b>\$ 5.9</b>	<b>\$ 63.9</b>	

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 9

W. R. Grace & Co. - Chapter 11 Filing Entities		Month Ended December 31, 2001	Cumulative Since Filing
Amounts in millions	Combined Functional Basis Statement of Cash Flows		
<b><i>Core operations cash flow</i></b>			
Pre-tax income from core operations	\$ 10.1	\$ 108.3	
Depreciation and amortization	4.1	39.7	
	14.2	148.0	
Changes in all core assets/liabilities and other	19.6	7.8	
Change in accounts receivable sold under securitization program	-	(99.7)	
Change in subordinated interest of accounts receivable sold	-	34.9	
	33.8	91.0	
Capital expenditures	(7.3)	(27.4)	
<b>Core Pre-tax Operating Cash Flow</b>	<b>26.5</b>	<b>63.6</b>	
<b><i>Charges against core reserves</i></b>			
Restructuring costs	-	-	
Pension liabilities	(0.3)	(4.1)	
Deferred compensation	(0.6)	(2.0)	
Self insurance	(0.2)	(0.9)	
<b>Total Spending Against Core Reserves</b>	<b>(1.1)</b>	<b>(7.0)</b>	
<b>Core Cash Flow</b>	<b>25.4</b>	<b>56.6</b>	
<b><i>Noncore cash flow</i></b>			
Proceeds from asset sales	0.2	2.9	
Benefit proceeds under life insurance policies	-	9.1	
Other noncore pretax cash flow	(1.2)	(2.0)	
<b>Noncore Pre-tax Cash Flow</b>	<b>(1.0)</b>	<b>10.0</b>	
<b><i>Charges against noncore reserves</i></b>			
Asbestos			
Asbestos claims processing	(1.4)	(6.5)	
Less - insurance recovery	0.3	47.1	
Net asbestos (payments) receipts	(1.1)	40.6	
Environmental remediation	(1.8)	(18.8)	
Retained obligations and other	(2.3)	(5.1)	
Postretirement benefits	(4.4)	(16.7)	
<b>Total Spending Against Noncore Reserves</b>	<b>(9.6)</b>	<b>-</b>	
<b>Noncore Cash Flow</b>	<b>(10.6)</b>	<b>10.0</b>	
<b>Total Pre-tax/Pre-Interest/Pre-Chapter 11 Cash Flow</b>	<b>14.8</b>	<b>66.6</b>	
Cash paid for taxes, net of refunds	(2.3)	(5.9)	
Cash paid for interest	(0.2)	(2.6)	
Chapter 11 reorganization expenses paid	(1.2)	(6.6)	
<b>Cash Flow before Strategic Investments</b>	<b>11.1</b>	<b>51.5</b>	
<b><i>Strategic Investments</i></b>			
Cash paid for businesses acquired	-	-	
Proceeds from option exercises	-	-	
Repurchase of treasury stock	-	-	
<b>Cash used for Strategic Investments</b>	<b>-</b>	<b>-</b>	
<b>Cash Flow after Strategic Investments</b>	<b>11.1</b>	<b>51.5</b>	
Borrowings (repayments) under DIP facility	(30.0)	(2.8)	
Net (investing)/financing activities under life insurance policies	0.1	(19.3)	
<b>Net Cash Flow</b>	<b>\$ (18.8)</b>	<b>\$ 29.4</b>	

The Notes to Combined Financial Statements are an integral part of these statements.

Chart 10

<b>W. R. Grace &amp; Co. - Chapter 11 Filing Entities</b>			
<b>Combined Balance Sheet</b>			
<i>Amounts in millions</i>	<b>December 31, 2001</b>	<b>April 2, 2001</b>	
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and cash equivalents	\$ 38.0	\$ 8.6	
Notes and accounts receivable, net	128.2	43.8	
Receivables from non-filing entities, net	33.8	51.2	
Inventories	89.5	86.4	
Deferred income taxes	17.1	80.9	
Asbestos-related insurance expected to be realized within one year	9.7	17.0	
Other current assets	51.8	21.9	
<b>Total Current Assets</b>	368.1	309.8	
Properties and equipment, net	384.9	400.4	
Goodwill, net	13.9	13.6	
Cash value of life insurance policies, net of policy loans	75.6	64.1	
Deferred income taxes	502.6	401.0	
Asbestos-related insurance expected to be realized after one year	283.7	323.4	
Loans receivable from non-filing entities, net	388.0	387.5	
Investment in non-filing entities	153.5	115.2	
Other assets	325.7	308.5	
<b>Total Assets</b>	<b>\$ 2,496.0</b>	<b>\$ 2,323.5</b>	
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>			
<b>Liabilities Not Subject to Compromise</b>			
<b>Current Liabilities</b>			
Accounts payable	\$ 32.8	\$ -	
Other current liabilities	61.1	-	
<b>Total Current Liabilities</b>	93.9	-	
Long-term debt	1.6	-	
Other liabilities	228.0	31.8	
<b>Total Liabilities Not Subject to Compromise</b>	323.5	31.8	
<b>Liabilities Subject to Compromise</b>			
Debt, pre-petition plus accrued interest	524.5	511.5	
Accounts payable	31.7	43.0	
Income taxes payable	216.6	210.1	
Asbestos-related liability	996.3	1,002.8	
Other liabilities	544.5	598.6	
<b>Total Liabilities Subject to Compromise</b>	2,313.6	2,366.0	
<b>Total Liabilities</b>	<b>2,637.1</b>	<b>2,397.8</b>	
<b>Shareholders' Equity (Deficit)</b>			
Common stock	0.8	0.8	
Paid in capital	433.0	432.6	
Accumulated deficit	(137.8)	(201.8)	
Treasury stock, at cost	(136.4)	(136.4)	
Accumulated other comprehensive income (loss)	(300.7)	(169.5)	
<b>Total Shareholders' Equity (Deficit)</b>	(141.1)	(74.3)	
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 2,496.0</b>	<b>\$ 2,323.5</b>	

The Notes to Combined Financial Statements are an integral part of these statements.

**W. R. Grace & Co. – Chapter 11 Filing Entities**  
**Notes to Combined Financial Statements**  
**December 31, 2001**

## **1. Basis of Presentation and Summary of Significant Accounting and Financial Reporting Policies**

W. R. Grace & Co., through its subsidiaries, is primarily engaged in specialty chemicals and specialty materials businesses on a worldwide basis. These businesses consist of catalysts and silica products (Davison Chemicals) and construction chemicals, building materials, sealants & coatings (Performance Chemicals). W. R. Grace & Co. is a publicly held company with its shares traded on the New York Stock Exchange.

### **Voluntary Bankruptcy Filing**

On April 2, 2001 (the "Filing Date"), W. R. Grace & Co. and 61 of its United States subsidiaries and affiliates, including its primary U.S. operating subsidiary W. R. Grace & Co. - Conn. (collectively, the "Debtors"), filed voluntary petitions for reorganization (the "Filing") under Chapter 11 of the United States Bankruptcy Code ("Chapter 11" or the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"). The cases were consolidated and are being jointly administered under case numbers 01-1139 through 01-1200. Grace's non-U.S. subsidiaries and certain of its U.S. subsidiaries were not a part of the Filing.

In November 2001, the Debtors' Chapter 11 case, as well as the Chapter 11 cases of four other companies with asbestos-related claims, was reassigned. Judge Alfred M. Wolin, a senior federal judge who sits in Newark, New Jersey will preside over the asbestos personal injury matters affecting all five companies. Judge Judith Fitzgerald, a U.S. Bankruptcy judge from the Western District of Pennsylvania, sitting in Wilmington, Delaware, will preside over the Debtors' other bankruptcy matters. Since the Filing, all motions necessary to conduct normal business activities have been approved by the Bankruptcy Court.

### **Basis of Presentation**

The interim combined financial statements presented herein represent the results of operations, cash flows and financial position of the Debtors. These financial statements pertain to periods beginning with, and subsequent to, the Filing Date and have been prepared in conformity with requirements of the Bankruptcy Court. Consequently, these financial statements do not purport to present the financial performance of W. R. Grace & Co. in conformity with generally accepted accounting principles which would require the consolidation of all controlled subsidiaries and more extensive notes and analysis related to the worldwide operations of W. R. Grace & Co. Financial activity of non-Debtor entities is not presented herein. However, all non-Debtor entities are either directly or indirectly controlled by the Debtors and, accordingly, non-Debtor financial results are reflected under the equity method of accounting. These financial statements are unaudited and should be read in conjunction with the consolidated financial statements presented in W. R. Grace & Co.'s 2000 Form 10-K and, when filed, its 2001 Form 10-K and other periodic filings with the U.S. Securities and Exchange Commission.

These interim consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of the interim periods presented under generally accepted accounting principles; all such adjustments are of a normal recurring nature. All significant inter-Debtor accounts and transactions have been eliminated. Transactions and balances with non-Debtor entities are separately disclosed.

### **Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires that management make estimates and assumptions affecting the assets and liabilities (including contingent assets and liabilities) reported at the date of the combined financial statements and the revenues and expenses reported for the periods presented. Actual amounts could differ from those estimates.

## 2. Liabilities Subject to Compromise

As a result of the Filing, Grace's balance sheet as of December 31, 2001 separately identifies the liabilities that are "subject to compromise" under the Chapter 11 proceedings. In Grace's case, liabilities "subject to compromise" represent pre-petition amounts as determined under generally accepted accounting principles based on facts and circumstances prior to the Filing. Changes to the recorded amount of such liabilities will be based on Bankruptcy Court orders and management's assessment of the claim amounts that will ultimately be allowed by the Bankruptcy Court. Changes to pre-petition liabilities are for: 1) cash payments under approved court orders; 2) the accrual of interest on pre-petition debt; 3) accruals for employee-related programs; and 4) changes in estimates related to pre-petition contingent liabilities and assets.

Set forth below is a reconciliation of the changes in pre-Filing Date liability balances for the periods presented.

<i>(Dollars in millions)</i>	<b>Current Month</b>	<b>Cumulative Since Filing</b>
Balance, beginning of period .....	\$ 2,336.6	\$ 2,366.0
Cash disbursements and/or reclassifications under bankruptcy court orders:		
Freight and distribution order ....	--	(5.6)
Trade accounts payable order ....	(0.5)	(8.4)
Other court orders including employee wages and benefits, sales and use tax and customer programs .....	(9.9)	(68.2)
Expense/(income) items:		
Interest on pre-petition debt .....	1.5	20.9
Current period employment-related accruals .....	(3.3)	9.4
Environmental accrual .....	--	5.8
Interest on income tax contingencies .....	1.2	7.7
Balance sheet reclassifications .....	(2.9)	(4.9)
Balance, end of period .....	\$ 2,322.7	\$ 2,322.7
Pre-Filing Date Liabilities Not Subject to Compromise .....	\$ 9.1	\$ 9.1
Pre-Filing Date Liabilities Subject to Compromise .....	\$ 2,313.6	\$ 2,313.6

Pre-Filing Date obligations allowable under current court orders and expected to be paid prior to an adopted plan of reorganization are classified as "liabilities not subject to compromise." Additional liabilities subject to compromise may arise due to the rejection of executory contracts or unexpired leases, or as a result of the resolution of contingent or disputed claims.

## 3. Other Balance Sheet Accounts

<i>(Dollars in millions)</i>	<b>December 31, 2001</b>	<b>Filing Date</b>
<b>Notes and accounts receivable, net</b>		
Trade receivables, less allowance of \$1.3; (Filing Date - \$0.7) ....	\$ 115.4	\$ 32.3
Other receivables, less allowance of \$1.9; (Filing Date - \$2.1) ....	12.8	11.5
	<b>\$ 128.2</b>	<b>\$ 43.8</b>
<b>Inventories</b>		
Raw materials .....	\$ 18.2	\$ 20.3
In process .....	20.2	16.2
Finished products .....	66.9	69.6
General merchandise .....	10.1	9.6
Less: Adjustment of certain inventories to a last-in/first-out (LIFO) basis .....	(25.9)	(29.3)
	<b>\$ 89.5</b>	<b>\$ 86.4</b>
<b>Other Assets</b>		
Prepaid Pension Costs .....	\$ 241.0	\$ 227.9
Deferred charges .....	33.2	40.4
Long-term receivables .....	2.4	1.9
Long-term investments .....	2.1	2.1
Patents, licenses and other intangible assets .....	47.0	36.2
	<b>\$ 325.7</b>	<b>\$ 308.5</b>
<b>Other Current Liabilities</b>		
Accrued compensation .....	\$ 23.5	\$ --
Accrued commissions .....	4.9	--
Customer programs .....	13.5	--
Accrued utilities .....	3.8	--
Accrued freight .....	2.9	--
Other accrued liabilities .....	12.5	--
	<b>\$ 61.1</b>	<b>\$ --</b>
<b>Other Liabilities</b>		
Deferred royalty income - nonfiling entities .....	\$ 23.1	\$ 31.8
Pension related .....	202.9	--
Other liabilities .....	2.0	--
	<b>\$ 228.0</b>	<b>\$ 31.8</b>
<b>Liabilities Subject to Compromise</b>		
Other postretirement benefits ....	\$ 169.1	\$ 185.4
Environmental remediation ....	153.1	164.8
Retained obligations of divested businesses .....	80.5	75.5
Pension Obligation .....	74.6	70.8
Deferred compensation .....	6.5	8.2
Accrued compensation .....	--	13.5
Self insurance reserve .....	28.2	11.8
Other accrued liabilities .....	32.5	68.6
	<b>\$ 544.5</b>	<b>\$ 598.6</b>

#### 4. Life Insurance

The Debtors' are the beneficiary of life insurance policies on current and former employees with benefits in force of approximately \$2,291.0 million and a net cash surrender value of \$75.6 million at December 31, 2001. The policies were acquired to fund various employee benefit programs and other long-term liabilities and are structured to provide cash flow (primarily tax-free) over an extended number of years. The following table summarizes the net cash value at December 31, 2001 and Filing Date:

Components of Net Cash Value	December 31, 2001	Filing Date
Gross cash value .....	\$ 477.5	\$ 453.7
Principal – policy loans.....	(377.5)	(390.3)
Accrued interest – policy loans....	(24.4)	0.7
Net cash value.....	\$ 75.6	\$ 64.1
Insurance benefits in force.....	\$ 2,291.0	\$ 2,286.0

Policy loans bore interest at an average annualized rate of 9.9% through December 31, 2001, compared to an average of 9.3% for the year ended December 31, 2000. Policy assets are invested primarily in general accounts of the insurance carriers and earned returns at an average annualized rate of 8.7% through December 31, 2001 (calculated on a trailing twelve months basis), compared to an average of 8.3% for the year ended December 31, 2000.

The Debtors' financial statements display income statement activity and balance sheet amounts on a net basis, reflecting the contractual interdependency of policy assets and liabilities.

#### 5. Debt

On December 31, 2001, and Filing Date, the Debtors' were obligated for the following:

Components of Debt (Dollars in millions)	December 31 2001	Filing Date
<b>Short-Term Debt</b>		
Other short-term borrowings .....	\$ --	--
	\$ --	\$ --
<b>Long-Term Debt</b>		
DIP facility.....	\$ --	\$ --
Other long-term borrowings.....	1.6	--
	\$ 1.6	\$ --
<b>Debt Subject to Compromise</b>		
Bank borrowings .....	\$ 500.0	\$ 500.0
8.0% Notes Due 2004 .....	--	5.7
7.75% Notes Due 2002 .....	--	2.0
Other borrowings .....	1.3	1.2
Accrued interest .....	23.2	2.6
	\$ 524.5	\$ 511.5

The Debtors have negotiated a debtor-in-possession post-petition loan and security agreement with Bank of America, N.A. (the "DIP facility") in the aggregate amount of \$250 million. The DIP facility has a term of two years, is secured by a priority lien on substantially all assets of the Debtors, and bears interest at either Bank of America's prime rate or a formula based on the London Inter-Bank Offered Rate (LIBOR) plus 2.00 to 2.25 percentage points. The Bankruptcy Court issued a final approval of the DIP facility on May 3, 2001.

The 7.75% Notes were repaid on June 11, 2001, and the 8.0% Notes were repaid on August 15, 2001, by the unaffiliated guarantor of the Notes. Grace's liability with respect to these notes is included in other liabilities subject to compromise as of December 31, 2001.

## **Bank Statements**

W R GRACE & CO  
C/O CORPORATE ACCOUNTING  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

Account No: 910-1-013572  
Statement Start Date: 01 NOV 2001  
Statement End Date: 30 NOV 2001  
Statement Code: 000-USA-21  
Statement No: 011

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Case 01-01139-AMC

TRANSACTIONS				BALANCES			
Total Credits		3	173,267.87	Opening (01 NOV 2001)		Closing (30 NOV 2001)	
Total Debits (Incl. Checks)		20	175,268.93	Ledger	80,834.86	Ledger	78,833.80
Total Checks Paid		0	0.00	Collected	80,834.86	Collected	78,833.80

CREDITS				DEBITS				ENCLOSURES			
Ledger Date	Adj. Ledger Date	Value Date	Ref.	Ledger Date	Adj. Ledger Date	Value Date	Ref.				
02NOV	02NOV	USD YOUR: TEBC OF 01/11/02 OUR: 0776300306JB		56,786.39	BOOK TRANSFER CREDIT B/O: W.R. GRACE AND COMPANY COLUMBIA MD 21044-4098 REF: HOWT			LEDGER BALANCES	01NOV	68,213.61	
15NOV	15NOV	USD YOUR: TEBC OF 01/11/15 OUR: 0980300319JB		63,038.32	BOOK TRANSFER CREDIT B/O: W.R. GRACE AND COMPANY COLUMBIA MD 21044-4098 REF: HOWT	02NOV	119,133.73		02NOV	112,835.69	
26NOV	26NOV	USD YOUR: TEBC OF 01/11/26 OUR: 0514200330JB		53,443.16	BOOK TRANSFER CREDIT B/O: W.R. GRACE AND COMPANY COLUMBIA MD 21044-4098 REF: HOWT	05NOV	103,881.71		05NOV	94,901.78	
01NOV 31OCT	31OCT	USD OUR: 0130500084WA		12,621.25	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 10/31/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	06NOV	94,901.78		06NOV	104,901.78	
02NOV 01NOV	01NOV	USD OUR: 0130600085WA		5,866.27	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/01/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	07NOV	105,761.02		07NOV	105,761.02	
05NOV 02NOV	02NOV	USD OUR: 0130900087WA		6,298.04	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO.	08NOV	98,596.14		08NOV	98,602.90	
FT CODE:	USD - SAME DAY FUNDS USN - NEXT DAY FUNDS	US1 - ONE DAY FLOAT US2 - TWO DAY FLOAT			US3 - THREE DAY FLOAT US4 - FOUR DAY FLOAT	US5 - FIVE DAY FLOAT USM - MIXED FLOAT		COLLECTED BALANCES	09NOV	78,833.80	

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY OR MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

W R GRACE & CO  
C/O CORPORATE ACCOUNTING  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

Account No:  
Statement Start Date:  
01 NOV 2001  
Statement End Date:  
30 NOV 2001.  
Statement Code:  
000-USA-21  
Statement No:  
011

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Ledger Date	Adj Ledger Date	Value Date	F	References	Credit / Debit
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**DEBITS CONTINUED**

Debit Date	Adj Ledger Date	Value Date	F	References	Credit / Debit	Description	Date	Closing Balances Amount
06NOV 05NOV	05NOV	05NOV	USD	OUR: 0131000086WA		002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098	13NOV 14NOV 15NOV 16NOV 19NOV 20NOV 21NOV 23NOV 26NOV 27NOV 28NOV 29NOV 30NOV	74,825.33 61,961.68 115,816.95 106,954.01 100,911.62 89,617.12 80,735.96 71,556.84 112,887.80 105,761.02 98,596.14 88,602.90 78,833.80
07NOV 06NOV	06NOV	06NOV	USD	OUR: 0131100090WA		✓ 8,953.98 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
08NOV 07NOV	07NOV	07NOV	USD	OUR: 0131200085WA		✓ 10,941.25 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
— 09NOV 08NOV	08NOV	08NOV	USD	OUR: 0131300087WA		✓ 5,500.01 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
13NOV 09NOV	09NOV	09NOV	USD	OUR: 0131700084WA		✓ 3,635.19 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
14NOV 13NOV	13NOV	13NOV	USD	OUR: 0131800087WA		✓ 12,863.65 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098		
15NOV 14NOV	14NOV	14NOV	USD	OUR: 0131900086WA		✓ 9,183.05 002-2-416598 FOR WORK OF 11/02/01 W R GRACE & CO C/O CORPORATE		

W R GRACE & CO  
C/O CORPORATE ACCOUNTING  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

Account No: 910-1-013572  
Statement Start Date: 01 NOV 2001  
Statement End Date: 30 NOV 2001  
Statement Code: 000-USA-21  
Statement No: 011

Page 3 of 4

ledger Date	As of Ledger Date	Value Date	F	References	Cr/Debit	Description
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**DEBITS CONTINUED**

16NOV 15NOV	15NOV	USD	OUR:	0132000088WA	✓ 8,862.94	ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098 GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/15/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
19NOV 16NOV	16NOV	USD	OUR:	01323000088WA	✓ 6,042.39	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/16/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
20NOV 19NOV	19NOV	USD	OUR:	01324000084WA	✓ 11,294.50	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/19/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
21NOV 20NOV	20NOV	USD	OUR:	01325000084WA	✓ 8,881.16	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/20/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
23NOV 21NOV	21NOV	USD	OUR:	01327000083WA	✓ 9,179.12	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/21/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
26NOV 23NOV	23NOV	USD	OUR:	01330000087WA	✓ 12,112.20	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/23/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098
— 27NOV 26NOV	26NOV	USD	OUR:	01331000086WA	✓ 7,126.78	GOVERNMENT ALLOTMENT DEBIT COVERING DRAFTS TO A/C NO. 002-2-416598 FOR WORK OF 11/26/01 W R GRACE & CO C/O CORPORATE ACCOUNTING 7500 GRACE DRIVE COLUMBIA MD 21044-4098

W R GRACE & CO  
C/O CORPORATE ACCOUNTING  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

Account No: 910-1-013572  
Statement Start Date: 01 NOV 2001  
Statement End Date: 30 NOV 2001  
Statement Code: 000-USA-21  
Statement No: 011

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Ledger Date	Adj Ledger Date	Value Date	F	T	References	Credit / Debit	Description	Closing Balances Amount
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## DEBITS CONTINUED

28NOV 27NOV 27NOV USD OUR: 0133200085WA

29NOV 28NOV 28NOV USD OUR: 0133300086WA  
30NOV 29NOV 29NOV USD OUR: 0133400087WA

✓ 7,164.88 GOVERNMENT ALLOTMENT DEBIT  
COVERING DRAFTS TO A/C NO.  
002-2-416598 FOR WORK OF 11/27/01  
W R GRACE & CO C/O CORPORATE  
ACCOUNTING 7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

✓ 9,993.24 GOVERNMENT ALLOTMENT DEBIT  
COVERING DRAFTS TO A/C NO.

002-2-416598 FOR WORK OF 11/28/01  
W R GRACE & CO C/O CORPORATE

ACCOUNTING 7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

✓ 9,769.10 GOVERNMENT ALLOTMENT DEBIT  
COVERING DRAFTS TO A/C NO.

002-2-416598 FOR WORK OF 11/29/01  
W R GRACE & CO C/O CORPORATE

ACCOUNTING 7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

## CHECKS

No Activity

191 Peachtree ST  
Atlanta, GA 30303

03 TAXPAYER ID

13-5114230

W R GRACE & CO-CONN  
7500 GRACE DRIVE  
ATTN CORPORATE ACCTING  
COLUMBIA MD 21044

**Checking Statement**

November 16, 2001 - November 30, 2001 ( 15 days)

Page 1 of 2

**FOR INFORMATION OR ASSISTANCE CONTACT:**

Your Wachovia Banker

Visit our web site at [www.wachovia.com](http://www.wachovia.com)**Commercial Checking Account Summary**

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance				
\$647,900.00	Deposits	\$ .00	Other Credits	\$109,828.31	Checks	\$ .00	Other Debits	\$135,928.00	\$621,800.31
Average Ledger Balance					\$661,165.76				

**Daily Activity and Balance**

Date	Deposits & Credits		Checks & Debits		Balance
	Qty	Amount	Qty	Amount	
11-23	1	109,828.31	0	0.00	757,728.31
11-26	0	0.00	1	135,928.00	621,800.31

**Other Credits**

Date	Amount	Description
11-23	109,828.31	Wholesale Lockbox #0075195 Credits - Charlotte

**Other Debits**

Date	Amount	Description
11-26	135,928.00	Wire Ref#03535 Seq#03535: Chase NYC

191 Peachtree ST  
Atlanta GA 30303

03

TAXPAYER ID

13-5114230

W R GRACE & CO-CONN  
7500 GRACE DRIVE  
ATTN CORPORATE ACCTNG  
COLUMBIA MD 21044

### Checking Statement

November 1, 2001 - November 15, 2001 ( 15 days)

Page 1 of 2

No Enclosures  
c 0

**FOR INFORMATION OR ASSISTANCE CONTACT:**

Your Wachovia Banker

Visit our web site at [www.wachovia.com](http://www.wachovia.com)

### Commercial Checking Account Summary

Account Number 8619-039102

Previous Balance	+ Deposits & Other Credits		- Checks & Other Debits		= Closing Balance				
\$681,993.57	Deposits	\$ .00	Other Credits	\$424,182.93	Checks	\$ .00	Other Debits	\$458,276.50	\$647,900.00
Average Ledger Balance					\$644,538.86				

### Daily Activity and Balance

Date	Deposits & Credits		Checks & Debits		Balance
	Qty	Amount	Qty	Amount	
11-01	0	0.00	1	67,993.57	614,000.00
11-14	1	424,182.93	0	0.00	1,038,182.93
11-15	0	0.00	1	390,282.93	647,900.00

### Other Credits

Date	Amount	Description
11-14	424,182.93	Wholesale Lockbox #0075195 Credits - Charlotte

### Checks

There were no checks paid this statement period.

### Other Debits

Date	Amount	Description
11-01	67,993.57	Wire Ref#03782 Seq#03782: Chase NYC
11-15	390,282.93	Wire Ref#04348 Seq#04348: Chase NYC



# Commercial Checking

01

2199500021812 036 130

0 0

62,257

W R GRACE AND CO-CONN  
GENERAL ACCOUNT  
ATTN CORP ACCOUNTING  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

CB

## Commercial Checking

11/01/2001 thru 11/30/2001

Account number: 2199500021812  
Account holder(s): W R GRACE AND CO-CONN  
GENERAL ACCOUNT

Taxpayer ID Number: 135114230

### Account Summary

Opening balance 11/01	\$0.00
Deposits and other credits	3,081,351.34 +
Other withdrawals and service fees	2,513,098.38 -
Closing balance 11/30	\$568,252.96

### Deposits and Other Credits

Date	Amount	Description
11/05	555,956.29	DEPOSIT
11/14	93,890.83	DEPOSIT
11/15	1,041,697.21	DEPOSIT
11/21	821,554.05	DEPOSIT
11/30	1,350.00	DEPOSIT CORRECTIONS CREDIT
11/30	566,902.96	DEPOSIT
<b>Total</b>	<b>\$3,081,351.34</b>	

### Other Withdrawals and Service Fees

Date	Amount	Description
11/07	555,956.29	FUNDS TRANSFER (ADVICE 011107012449) SENT TO CHASE MANHATTAN B/ BNF = W R GRACE AND CO CONN OBI = RFB = 11/07/01 12:16PM
11/09	1,761.97	COMMERCIAL SERVICE CHARGES FOR OCTOBER 2001
11/16	859,243.46	FUNDS TRANSFER (ADVICE 011116010874) SENT TO CHASE MANHATTAN B/ BNF = W R GRACE AND CO CONN OBI = RFB = 11/16/01 11:58AM
11/19	274,582.61	FUNDS TRANSFER (ADVICE 011119010249) SENT TO CHASE MANHATTAN B/ BNF = W R GRACE AND CO CONN OBI = RFB = 11/19/01 11:41AM

Other Withdrawals and Service Fees continued on next page.



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## Commercial Checking

02

2199500021812 036 130

0 0

62,258

### Other Withdrawals and Service Fees *continued*

<i>Date</i>	<i>Amount</i>	<i>Description</i>
11/26	821,554.05	FUNDS TRANSFER (ADVICE 011126011947) SENT TO CHASE MANHATTAN B/ BNF=W R GRACE AND CO CONN OBI= RFB= 11/26/01 12:16PM
<b>Total</b>	<b>\$2,513,098.38</b>	

### Daily Balance Summary

<i>Dates</i>	<i>Amount</i>	<i>Dates</i>	<i>Amount</i>	<i>Dates</i>	<i>Amount</i>
11/05	555,956.29	11/15	1,133,826.07	11/26	0.00
11/07	0.00	11/16	274,582.61	11/30	568,252.96
11/09	1,761.97	11/19	0.00		
11/14	92,128.86	11/21	821,554.05		

FIRST UNION

PARTIAL / RANGE RECONCILEMENT BALANCE SHEET

WR GRACE & CO.-CONN 025 ACCT NO.: 0001 2079900003615

ATTN: CINDY LEE

7500 GRACE DRIVE

COLUMBIA MD 21044-4098

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RECONCILEMENT OF DEBITS

CUTOFF DATE: 11/30/2001

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CHECKS PAID ON RECONCILIATION REPORTS 40,058.34

MISCELLANEOUS DEBITS + 1,518,839.00

CREDIT ADJUSTMENTS + .00

MISCELLANEOUS ADJUSTMENTS +/- .00

DEBIT ADJUSTMENTS - .00

TOTAL DEBITS THIS RECONCILEMENT PERIOD = 1,558,897.34

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TOTAL DEBITS FROM BANK STATEMENT 1,558,897.34

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IF YOU HAVE ANY QUESTIONS, PLEASE

CONTACT COMMERCIAL CUSTOMER SERVICE AT 1-800-222-3862

TEAM NO.: 025

**Commercial Checking**

01

2079900003615 005 108

10 160

14,998

W R GRACE & CO-CONN  
ATTN CINDY LEE  
7500 GRACE DRIVE  
COLUMBIA MD 21044-4098

CB 025

**Commercial Checking**

11/01/2001 thru 11/30/2001

Account number: 2079900003615  
Account holder(s): W R GRACE & CO-CONN

Taxpayer ID Number: 133461988

**Account Summary**

Opening balance 11/01	\$0.00
Deposits and other credits	1,558,897.34 +
Other withdrawals and service fees	1,558,897.34 -
Closing balance 11/30	\$0.00

**Deposits and Other Credits**

Date	Amount	Description
11/01	6,562.87	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/01	12,412.46	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/05	884.83	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/06	4,098.10	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/07	1,613.64	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/08	5,682.90	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/09	245,156.59	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/13	489,061.48	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/14	3,519.52	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/15	3,825.78	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/15	8,977.97	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/16	2,633.30	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/19	4,305.93	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/20	1,086.94	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO

Deposits and Other Credits continued on next page.

## Commercial Checking

02

2079900003615 005 108

10 160

14,999

Deposits and Other Credits *continued*

Date	Amount	Description
11/21	4,056.00	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/23	259,057.45	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/26	493,989.52	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/27	1,292.80	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/28	6,088.08	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/29	3,238.57	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
11/30	1,352.61	ZBA TRANSFER CREDIT TRANSFER FROM 2000000282172 W.R. GRACE & CO
<b>Total</b>	<b>\$1,558,897.34</b>	

## Other Withdrawals and Service Fees

Date	Amount	Description
11/01	6,562.87	AUTOMATED DEBIT W.R. GRACE PAYROLL CO. ID. 011101 PPD MISC SETTL NCVCDBATL
11/01	12,412.46	LIST OF DEBITS POSTED
11/05	884.83	LIST OF DEBITS POSTED
11/06	4,098.10	LIST OF DEBITS POSTED
11/07	1,613.64	AUTOMATED DEBIT BNF CTS PR TAXES CO. ID. 1411902914 011107 CCD MISC C4025-029759370
11/08	5,682.90	AUTOMATED DEBIT W.R. GRACE PAYROLL CO. ID. 011108 PPD MISC SETTL NCVCDBATL
11/09	3,036.73	AUTOMATED DEBIT BNF CTS PR TAXES CO. ID. 1411902914 011109 CCD MISC C2916-009772308
11/09	4,878.34	AUTOMATED DEBIT BNF CTS PR TAXES CO. ID. 1411902914 011109 CCD MISC C2918-009772309
11/09	10,377.06	AUTOMATED DEBIT BNF CTS PR TAXES CO. ID. 1411902914 011109 CCD MISC C4213-009772406
11/09	226,864.46	AUTOMATED DEBIT BNF CTS PR TAXES CO. ID. 1411902914 011109 CCD MISC C4025-019772398
11/13	4,845.06	AUTOMATED DEBIT GRACE WASHINGTON PAYROLL CO. ID. 011113 PPD MISC SETTL NCVCDBATL

Other Withdrawals and Service Fees continued on next page.